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SURFACE TRANSPORTATION BOARD

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OF COUNSEL
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October 20, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Full Release of Memorandum of Commercial Security Agreement and Memorandum of (Collateral) Assignment of Leases and Rents, dated as of September 27, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a full release and relates to the Memoranda of (Collateral) Assignment of Leases and Rents and Commercial Security Agreement previously filed with the Board under Recordation Numbers 23689-A and 23689-B, respectively.

The name and address of the party to the enclosed document are:

Secured Party: Associated Bank
7760 France Avenue South
Bloomington, MN 55435-5833

[Grantor: Midwest Railcar Corporation
4949 Autumn Oaks Drive
Maryville, IL 62062]

Mr. Vernon A. Williams
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A description of the railroad equipment covered by the enclosed document is:

30 railcars: RIRX 3000 – RIRX 3029.

A short summary of the document to appear in the index is:

Full Release of Memorandum of Commercial Security Agreement and
Memorandum of (Collateral) Assignment of Leases and Rents.

Also enclosed is a check in the amount of \$34.00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

OCT 26 '06

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**FULL RELEASE OF SURFACE TRANSPORTATION BOARD
MEMORANDUM OF COMMERCIAL SECURITY AGREEMENT
AND
MEMORANDUM OF (COLLATERAL) ASSIGNMENT OF LEASES AND RENTS**

THIS [FULL] [PARTIAL] RELEASE OF MEMORANDUM OF COMMERCIAL SECURITY AGREEMENT AND MEMORANDUM OF (COLLATERAL) ASSIGNMENT OF LEASE (this "Release") is given as of this 27 day of September, 2006 by Associated Bank, a Minnesota corporation (the "Secured Party"), witnesseth:

WHEREAS, the Secured Party and Midwest Railcar Corporation, an Illinois corporation ("Midwest"), entered into that certain Memorandum of Commercial Security Agreement and that certain Memorandum of (Collateral) Assignment of Lease, each dated as of September 26, 2001, recorded with the Surface Transportation Board under recordation numbers 23689-A and 23689-B, respectively (collectively, the "Memoranda"), pursuant to which Midwest granted the Secured Party a security interest in Thirty, (30) Boxcars, more specifically described on Schedule 1 attached hereto (collectively, the "Equipment") and assigned to the Secured Party, as collateral, its rights, title and interest in and to that certain Full Service Lease Agreement, dated as of April 18, 2001, and each by and between Midwest, as lessor, and Southeastern Industrial Enterprises, as lessee (collectively, the "Lease").

WHEREAS, the Secured Party desires to release the lien against the Equipment and the Lease created by or arising out of the Memoranda.

NOW, THEREFORE, in consideration of the premises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Secured Party submits the following:

1. The Secured Party releases the lien as it relates to the Equipment and the Lease created by or arising out of the Memoranda.
2. This Release shall be recorded with the Surface Transportation Board so as to record the release of the lien against the Equipment and the constituted by the Memoranda.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, the Secured Party has caused this Release to be duly executed under seal as of the date first above written.

WITNESS:

ASSOCIATED BANK

By: Angela O'Neill (SEAL)

Name: Angela O'Neill

Title: Assistant Vice President

STATE OF Minnesota, CITY/COUNTY OF Dakota, TO WIT:

On this 10 day of October, 2006 before me personally appeared Angela O'Neill, to me personally known, who being by me duly sworn, says that s/he is the Assistant Vice President of Associated Bank, that said instrument was signed on behalf of said corporation, by authority of its Board of Directors, and that s/he acknowledged that the execution of the foregoing instruments was the free act and deed of said corporation.

IN WITNESS WHEREOF I have set my hand and seal.

(SEAL)



Brandi Lea James
Notary Public

My Commission Expires: 1-31-11

SCHEDULE 1

DESCRIPTION OF EQUIPMENT

Cubic Capacity: 6000-6400 cf
Car Builder: Gunderson/Thrall
AAR Car Code: E500/E507
Gross Weight: 263,000

Thirty (30) Railcars
numbered
RIRX 3000-RIRX 3029